



TERMINATION OF RESTRICTIVE COVENANT
FOR
ZONING CASE: C14R-82-006

OWNER: ASTAR ASB TX1, LP, a Delaware limited partnership

ADDRESS: c/o J. Gordon Smith, Asbury Automotive Group, Inc.,
622 Third Ave., 37th Fl., New York, NY 10021

CITY: The City of Austin, a home-rule city, municipal corporation and political
subdivision of the State of Texas, in Travis County, Texas.

CITY COUNCIL: The City Council of the City of Austin.

CONSIDERATION: Ten and No/100 Dollars (\$10.00) and other good and valuable
consideration paid by the City of Austin to the Owner, the receipt and
sufficiency of which is acknowledged.

WHEREAS, W. D. Brooks, of Williamson County, Texas, as owner of all that certain property described in Zoning Case No. C14R-82-006, consisting of Lots 1 and 2, Block C, Areas West Addition, Williamson County (the "Property"), as more particularly described in the restrictive covenant recorded in the Real Property Records of Travis County, Texas, in Volume 890, Page 619 (the "Restrictive Covenant"), imposed certain restrictions and covenants on the Property by the Restrictive Covenant of record; and,

WHEREAS, the Restrictive Covenant provided that the covenant could be modified, amended, or terminated by joint action of both a majority of the members of the City Council and the Owner of the Property at the time of such modification, amendment or termination; and,

WHEREAS, ASTAR ASB TX1, LP, a Delaware limited partnership, as sole and current owner of the Property, now described as a portion of Lot 1, Austin Auto Park Subdivision, in Williamson County, now desires to terminate the Restrictive Covenant; and,

WHEREAS, the City Council and the Owner, agree the Restrictive Covenant should be terminated;

NOW, THEREFORE, for and in consideration of the premises and mutual promises, covenants, and agreements set forth in this covenant, the City of Austin and the Owner agree as follows:

1. The Restrictive Covenant is terminated by this termination. Each and every one of the terms, conditions, and provisions of the Restrictive Covenant, as set forth in the Restrictive Covenant, shall have no force or effect on and after the effective date of this termination.
2. The City Manager, or her designee, shall execute, on behalf of the City, this Termination of Restrictive Covenant for Zoning Case No. C14R-82-006 (the "Termination of Restrictive Covenant") as authorized by the City Council of the City of Austin. This Termination of Restrictive Covenant shall be filed in the Official Records of Williamson County, Texas, which will terminate the document of record in Volume 890, Page 619, Official Records, Williamson County, Texas.

7-27-06 #145

EXECUTED this the 10th day of July, 2006.

OWNER:

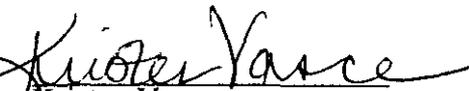
**ASTAR ASB TX1, LP,
a Delaware limited partnership**

By: ASTAR ASB TX1 GENPAR LLC,
a Delaware limited liability company,
its General Partner

By: ASTAR ASB Holdings LLC,
a Delaware limited liability company,
its Sole Member

By: Autostar Realty Operating Partnership, L.P.,
a Delaware limited partnership,
its Sole Member

By: Autostar Realty GP LLC,
a Delaware limited liability
company,
its General Partner

By: 
Kristen Vance
Authorized Representative

CITY OF AUSTIN:

By: 

Laura J. Huffman,
Assistant City Manager
City of Austin

THE STATE OF ~~TEXAS~~ ^{Georgia} §
COUNTY OF ~~TRAVIS~~ ^{Fulton} §

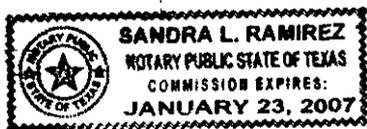
This instrument was acknowledged before me on this the 10th day of July, 2006, by Kristen Vance, Authorized Representative of Autostar Realty GP LLC, a Delaware limited liability company, General Partner of Autostar Realty Operating Partnership, L.P., a Delaware limited partnership, Sole Member of ASTAR ASB Holdings LLC, a Delaware limited liability company, Sole Member of ASTAR ASB TX1 GENPAR LLC, a Delaware limited liability company, General Partner of ASTAR ASB TX1, LP, a Delaware limited partnership, on behalf of the limited liability companies and limited partnerships.



Kimberly Tewksbury
Notary Public, State of Texas ^{Georgia}
KIMBERLY TEWKSBURY
NOTARY PUBLIC, CHEROKEE GA
MY COMMISSION EXPIRES 11-19-2008

THE STATE OF TEXAS §
COUNTY OF TRAVIS §

This instrument was acknowledged before me on this the 9th day of August, 2006, by Laura J. Huffman, as Assistant City Manager of the City of Austin, a municipal corporation, on behalf of the municipal corporation.



Sandra L. Ramirez
Notary Public, State of Texas

After Recording, Please Return to:
City of Austin
Department of Law
P. O. Box 1088
Austin, Texas 78767
Attention: Diana Minter, Paralegal

FILED AND RECORDED
OFFICIAL PUBLIC RECORDS 2006068525

Nancy E. Rister

08/11/2006 10:42 AM

PHERBRICH \$24.00

NANCY E. RISTER, COUNTY CLERK
WILLIAMSON COUNTY, TEXAS